



MARQUARDT

Marquardt Switches Inc. • Cazenovia, New York 13035

October 19, 2005

Mrs. Kathleen Farrell
Clerk of the Court
United States Bankruptcy Court
Southern District of New York
One Bowling Green, Sixth Floor
New York, NY 10004-1408

Re: Delphi Corporation, case No. 05-44481

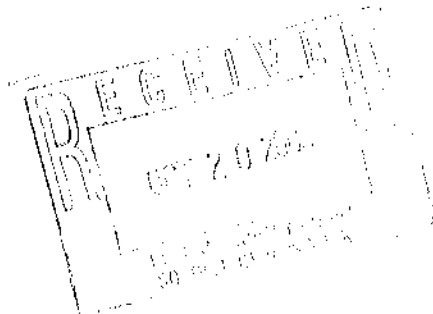
Dear Mrs. Farrell:

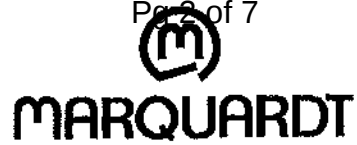
Please accept the enclosed Notice of Reclamation on behalf of Marquardt GmbH. Please file the original notice within the Delphi Corporation case No. 05-44481. A second copy of the notice has been enclosed which we request to be returned with a file stamp, utilizing the pre-addressed stamped envelope.

If you have any questions please contact myself or Rodney Mayette, Director of Finance at 315-655-8050. Thank you for your attention to this matter.

Regards,

Michael Beckett
President





Page 2 of 2

To: Delphi Thermanl and Interiour Systems
11005 Ed Stephens Road
Cottondale, AL 35453
Attn: Hubert Maier

John William Butler, Esq.
Skadden, Arps, Slate, Meagher & Flom, LLP
333 West Wacker Drive, Suite 2100
Chicago, IL 60606

Kayalyn A. Marafioti, Esq.
Skadden, Arps, Slate, Meagher & Flom, LLP
Four Times Square
New York, NY 10036

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Alicia M. Leonhard, Esq.
Office of U.S. Trustee
33 Whitehall Street
New York, NY 10004

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*,

Debtors.

Case No. 05-44481 (RDD)
Chapter 11 Cases

(Jointly Administered)

**NOTICE OF RECLAMATION, OR ALTERNATIVELY,
FOR PRIORITY CLAIM OR LIEN**

Marquardt GmbH, by and through its affiliate, Marquardt Switches, Inc., hereby serves its Notice of Reclamation, or Alternatively, for a Priority Claim or Lien (the "Notice") and respectfully states as follows:

1. On October 8, 2005 (the "Petition Date"), Delphi Corporation and certain of its subsidiaries and affiliates (collectively, the "Debtor") filed a voluntary petition under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1330 (the "Bankruptcy Code"). Upon information and belief no trustee or examiner has been appointed and the Debtor is operating as a debtor in possession pursuant to §§ 1107 and 1108 of the Bankruptcy Code.

2. Prior to the Petition Date, Marquardt GmbH provided the Debtor with certain goods and services which included electronic ignition switches and related products. Marquardt GmbH provided some of these products to the Debtor within ten (10) days of the Petition Date.

3. Marquardt GmbH hereby makes a demand to the Debtor for reclamation pursuant to section 546(c) of the Bankruptcy Code. In the alternative, Marquardt GmbH seeks a priority claim or lien for products provided to the Debtor during the ten (10) days preceding the Petition Date.

4. Pursuant to section 546(c) of the Bankruptcy Code, a seller may make written demand of reclamation of goods before ten (10) days after receipt by the debtor or, if the 10-day period expires after the commencement of the case, before 20 days after the debtor receives the goods. 11 U.S.C. § 546(c)(1). If a court denies a seller's claim for reclamation, it must grant the seller an administrative expense priority or secure the seller's claim with a lien. *See*, 11 U.S.C. §§ 546(c)(2)(A) and (B); 11 U.S.C. §§ 503(b) and 507(a)(1).

5. Pursuant to § 2-702 of the New York Uniform Commercial Code, Marquardt GmbH may reclaim the goods that it provided the Debtor upon demand made within 10 days after the Debtor received the goods. Marquardt GmbH hereby makes demand of reclamation for one (1) shipment of goods delivered to the Debtor on September 30, 2005 totaling \$243,288.60 pursuant to Customer Order #2826101 and Document #01-061793 dated September 22, 2005.

6. The above-referenced goods were sold in the ordinary course of Marquardt GmbH's business.

7. Upon information and belief the Debtor was insolvent when it received the goods.

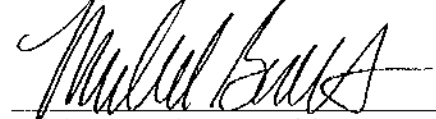
8. This Notice constitutes timely written demand for reclamation upon the Debtor.

9. Accordingly, Marquardt GmbH has satisfied the requirements of section 546(c) of the Bankruptcy Code. In the alternative to reclamation, Marquardt GmbH will seek a priority claim or lien in its favor in the amount of \$243,288.60.

Dated: October 19, 2005

MARQUARDT GmbH

By:



Michael Beckett, President
Marquardt Switches, Inc.
2711 Route 20 East
Cazenovia, New York 13035
Tel: (315) 655-8050

TO: Delphi Thermal and Interior Systems
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